

**IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF WISCONSIN**

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MICHAEL J. THOMPSON, et al.,

On behalf of themselves and on behalf of  
all others similarly situated,

Case No. 07-CV-1047

Plaintiffs,

v.

RETIREMENT PLAN FOR EMPLOYEES  
OF S.C. JOHNSON & SONS, INC., AND  
RETIREMENT PLAN FOR EMPLOYEES  
OF JOHNSON DIVERSEY, INC.,

Defendants.

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**MOTION FOR PRELIMINARY APPROVAL OF CLASS ACTION SETTLEMENT**

In light of the fact that two separate class action settlement agreements (“Agreements”) have been reached to resolve the claims in this case – one agreement settling the claims against the Retirement Plan for Employees of S.C. Johnson & Son, Inc. (the “SCJ Plan”), and a second, separate agreement settling the claims against the Retirement Plan for Employees of JohnsonDiversey, Inc. (the “JDI Plan”) – pursuant to Federal Rule of Civil Procedure 23(e), Plaintiffs, on behalf of themselves and the classes (“Classes”) they were appointed by this Court to represent – SCJ Lump Sum Subclass A (in the case of Plaintiffs Michael J. Thompson, David A. Troestler, and James Patrick Johnson) and JDI Lump Sum Subclass A (in the case of Plaintiffs Anthony DeCubellis, David Thompson, Robert Ault, and Terry Conlon) – hereby respectfully move the Court for an order:

(1) Granting preliminary approval of the two Agreements attached hereto as Agreement I (SCJ Agreement) and Agreement II (JDI Agreement), under which all of Plaintiffs’

claims in this case will be dismissed in exchange for a combined total settlement amount of \$44.4 million, consisting of a \$34.15 million Total Settlement Amount from the SCJ Plan, and a \$10.25 million Total Settlement Amount from the JDI Plan in gross consideration to the approximately 500 members of the two Classes (as defined in the Agreements);

(2) Granting approval of the proposed notice to be mailed and the proposed notice for publication to the Classes (attached as Exhibits 3 and 4 to each of the Agreements), in terms of both their content and their manner of dissemination;

(3) Approving a modification to the Court's February 25, 2010 definition of the Classes to, among other things, reflect the parties' agreement that beneficiaries – originally excluded from the previously-defined Classes – should now be included; and

(4) Setting a date for a fairness hearing and deadlines for the interim steps of mailing and publication of the notices, the filing of Class member objections, Plaintiffs' motion for final approval, and Class counsel's application for attorney's fees and expenses and named plaintiff incentive awards.

Proposed Preliminary Approval Orders are attached to the Agreements as Exhibit 1.

Defendants SCJ Plan and JDI Plan have authorized Plaintiffs to represent that they concur in the relief sought by this motion.

### **CONCLUSION**

WHEREFORE, for the reasons stated herein, such reasons as Plaintiffs and Defendants may later adduce, and for such other reasons as may appear to the Court, Plaintiffs respectfully request that the Court grant preliminary approval to the proposed settlements.

Dated: August 7, 2014

Respectfully submitted,

/s/ Eli Gottesdiener

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